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BROGAN, P.C.**

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OFFICE OF GENERAL
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June 9, 2011

VIA FEDERAL EXPRESS

Mr. Jeff S. Jordan
Supervisory Attorney
Complaints Examination & Legal Administration
Federal Election Commission
999 E Street, N.W.
Washington, D.C. 20463

RE: MUR 6467

Dear Mr. Jordan:

Please consider this my formal response to Federal Election Commission (the "Commission") Complaint MUR 6467 (the "Complaint") filed by Michael J. Buxton and Sean V. Devlin ("Complainants"). Per the Commission's correspondence dated April 13, 2011, I am happy to provide my recollection of the events chronicled in the Complaint.

I am a member of the Virginia State Bar and have served as volunteer legal advisor to the Third District Republican Committee (the "Committee") for the past several years. In that capacity, I provide occasional legal advice primarily related to interpretation of the Republican State Party Plan, Third District Committee By-Laws and Robert's Rules of Order. As an attorney in private practice, I am admitted in the courts of Virginia, the Eastern District of Virginia, the United States Court of Appeals for the Fourth Circuit and the United States Supreme Court. I have been appointed to boards, commissions and other positions of responsibility by city council, circuit court judges and the Governor of Virginia. I take my duty as an attorney very seriously and each day strive to live up to the high ethical standards expected of a practicing attorney in Virginia. I carried that same level of ethical conduct with me in my role as informal legal advisor to the Committee.

My role in the saga outlined in the Complaint was comparatively minor, in that the major actors in this play are Michael Wade, Jim Hewitt and Arthur Lee Talley. Though it is difficult to ascertain the precise accusations made against me in the Complaint, it would appear that the Complainants take issue with two pieces of advice I

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gave to two members of the Committee. On the third page¹ of the Complainant's submission, they state "Bryan Meals, Esq., Chairman of the Portsmouth Republican Party (PRP) and legal counsel for the third Congressional District subsequently advised Treasurer Hewitt that it was permissible to pay these expenses." Second, "Arthur Lee Talley ("Talley") in paragraph 2 of the January 17, 2011 email implicates 'Committee Legal Counsel Bryan Meals.'" Mr. Talley's January 17, 2011 email references his appointment as treasurer of the "Fed Account" and states "I have spoken to our Committee Legal Counsel Bryan Meals and he assured me that this is legit." I have reviewed the Complaint several times and can find no other specific references to alleged actions or inactions on my part. To the extent the Commission believes there are additional allegations against me that warrant a response, please let me know and I'll be glad to provide a supplemental statement. I will address the two allegations made against me in the order presented in the Complaint.

The first instance involves an alleged conversation I had with former Treasurer of the Committee, Jim Hewitt regarding payment of expenses related to a Chuck Smith fundraiser. To be candid with the Commission, I have little memory of that specific conversation. I do recall a brief discussion with Mr. Hewitt at some point in the Fall of 2010 regarding whether the Committee and/or its chair could expend funds without a vote of the full committee. Under the then current By-Laws² of the Committee, such an expenditure was permissible. That may be the genesis of the exchange referenced in the Complaint. If this is what the Complaint refers to, then I did tell Mr. Hewitt that the Chair had the authority to unilaterally expend funds in support of Committee business and, therefore, Mr. Hewitt could comply with Mr. Wade's request for a check.

The second accusation in the Complaint relates to an opinion I allegedly gave the Committee on Mr. Talley's appointment as the treasurer of the "Fed Account." At some point during the fall of 2010, the Chairman of the Committee, Michael Wade, told me he needed to form a "federal political action committee" to expend resources in support of the "Chuck Smith for Congress" campaign. He asked me if he could appoint Mr. Talley the treasurer of the PAC. I asked him if it was separate and apart from the Committee and he confirmed, and said it was going to be a separate, though obviously related, entity. I responded that I believed each PAC had to have a treasurer and, because it was to be separate from the Committee itself, he could appoint Mr. Talley³. At some point during the fall of last year after this issue first arose, I reviewed the Republican State Party Plan as well as Committee By-Laws again and, at least as currently written, the terms of all

¹ The Complainants do not number the pages of their submission. The page references are sequential as they are found in the Complaint.

² The Complainants are mistaken in their assertion that the By-Laws required Executive Committee approval to expend these funds at the time of this incident.

³ After he asked me the question and the requisite documents were filed with the Commission, it appears that Mr. Wade simply set up an account that would allow him to disperse funds in support of a federal election, rather than creating an actual separate Political Action Committee, which is what he asked me about during our conversation.

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officers of the Committee, including Treasurer, ended in May of 2010 at the District Committee Convention. Consequently, from May of 2010 at the Convention until December 2, 2010 when Mr. Talley was elected by the Committee to serve as its Treasurer, the Committee itself technically had no Treasurer. This is an apparent "hole" in the governance of the Committee and I anticipate it being addressed in the near future in a By-Law amendment.

Though I do not see any other specific allegations of misconduct against me in the Complaint, in the summation section, there is a vague reference to unnamed co-conspirators who allegedly assisted Mr. Talley in his efforts. To the extent the Complainants intend to insinuate I was a participant in any such activity, that accusation is blatantly false. Each time I have ever been asked for my opinion on a legal or parliamentary issue related to the Committee, I have given my best objective analyses of whatever was asked of me. Unlike many of the participants in this melodrama, I had no personal animosity toward any of the people mentioned in the Complaint. It is truly unfortunate that what appears to me a personality dispute between two factions involved in a losing congressional election is now taking up the Commission's valuable resources.

Though I believe the aforementioned responses fully account for my involvement in the facts outlined in the Complaint, I would like to take a brief opportunity to point out a few salient facts that may bear on the Commission's analysis. Messrs. Buxton and Devlin were actively involved and worked closely with the "Chuck Sautin for Congress" campaign throughout 2010. During that campaign, there was palpable animosity between the candidate and his opponents and the Committee, as well as with other members of the Republican Party of Virginia. That campaign was ultimately unsuccessful, garnering approximately 27% of the popular vote, yet the vitriol and bad blood emanating from it continues to this day in the form of Complaint MUR 6467.

I have endeavored to respond to the Complainants' allegations using my best recollection of events and based on my limited knowledge of the facts outlined in the Complaint. As a volunteer legal advisor, I have always exercised my best legal judgment in responding to questions put to me based on the evidence provided. I stand by the advice I provided based on the information that I was given, and respectfully ask the Commission to take no action against me and dismiss me as a respondent in this action.

Should the Commission require anything further from me or wish to discuss the matter, please do not hesitate to contact me. I will provide any information I can to assist the Commission.

Sincerely,

Bryan K. Meals

BKM/dt

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FEDERAL ELECTION COMMISSION
999 E Street, NW
Washington, DC 20463

STATEMENT OF DESIGNATION OF COUNSEL
Please use one form for each Respondent/Entity/Treasurer
FAX (202) 219-3923

MUR # 6467

NAME OF COUNSEL: Bryan K. Meals *

FIRM: Davey & Brogan, P.C.

ADDRESS: 101 Granby Street, Suite 300

TELEPHONE- OFFICE (757) 622-0100

FAX (757) 622-4914

The above-named individual and/or firm is hereby designated as my counsel and is authorized to receive any notifications and other communications from the Commission and to act on my behalf before the Commission.

6/9/11
Date

[Signature]
Respondent/Agent - Signature

N/A
Title (Treasurer/Candidate/Owner)

NAMED RESPONDENT: Bryan K. Meals

MAILING ADDRESS:
(Please Print)

Portsmouth, VA 23703

TELEPHONE- HOME _____

BUSINESS (757) 622-0100

Information is being sought as part of an investigation being conducted by the Federal Election Commission and the confidentiality provisions of 2 U.S.C. § 437g(a)(12)(A) apply. This section prohibits making public any investigation conducted by the Federal Election Commission without the express written consent of the person under investigation

* I am representing myself at this point in the investigation, so
I was not sure if I needed to fill out this form

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